STATE OF CALIFORNIA DEPARTMENT OF MANAGED HEALTH CARE HEALTH CARE SERVICE PLAN

QUARTERLY FINANCIAL REPORTING FORM

Submitted on 5/17/2004 4:06:19 PM

	Submitted on 5/17/2004 4:06:19 PM	1
1.	FOR THE QUARTER ENDING:	March 31, 2004
2.	Name:	Private Medical-Care, Inc.
3.	File Number:(Enter last three digits) 933-0	079
4.	Date Incorporated or Organized:	August 13, 1968
5.	Date Licensed as a HCSP:	November 1, 1969
6.	Date Federally Qualified as a HCSP:	N/A
7.	Date Commenced Operation:	November 1, 1969
8.	Mailing Address:	12898 Towne Center Drive, Cerritos, California 90703
	Address of Main Administrative Office:	12898 Towne Center Drive, Cerritos, California 90703
10.	Telephone Number:	(562) 924-8311
	HCSP's ID Number:	933-0079
12.	Principal Location of Books and Records:	12898 Towne Center Drive, Cerritos, California 90703
13.	Plan Contact Person and Phone Number:	Melissa Gee, (415) 972-8396
	Financial Reporting Contact Person and Phone Number:	James Carney, (562) 467-7795
	President:*	Robert Burton Elliott
16.	Secretary:*	Sharon Louise Rafter
	Chief Financial Officer:*	Elizabeth Margaret Russell
18.	Other Officers:*	Belinda Martinez, Vice President
19.		Philip Joseph Runnoe, Assistant Treasurer
20.		Melissa Kay Gee, Assistant Secretary
21.		
	Directors:*	Gary Dennis Radine
23.		Elizabeth Margaret Russell
24.		Michael Bernard Kaufmann
25.		Jerry Reid Holcombe
26.		Marilyn Godby Belek DMD
27.		Anthony Scott Barth
28.		
29.		
30.		
31.		

The officers listed on lines 15 through 17 of the health care service plan noted on line 2, being duly sworn, each for himself or herself, deposes and says that they are the officers of the said health care service plan, and that, for the reporting period stated above, all of the herein assets were the absolute property of the said health care service plan, free and clear from any liens or claims thereon, except as herein stated, and that these financial statements, together with related exhibits, schedules and explanations therein contained, annexed or referred to, is a full and true statement of all the assets and liabilities and of the condition and affairs of the said health care service plan as of the reporting period stated above, and of its income and deductions therefrom for the period reported, according to the best of their information, knowledge and belief, respectively.

respectively.	
32. President	संदुष्ट्यादेश्वतं हम्प्यतं (please type for valid signature)
33. Secretary	Sharonttovisr@aftered (please type for valid signature)
34. Chief Financial Officer	Elizabeth Margaret Russell (250 (vno for valid signature)

* Show full name (initials not accepted) and indicate by sign (#) those officers and directors who did not occupy the indicated position in the previous statement.

35.	if this is a revised filing, and complete question 7 on page
2:	
36.□	ollar amounts are reported in thousands (000), check here:

Check My Work.

STATE OF CALIFORNIA DEPARTMENT OF MANAGED HEALTH CARE HEALTH CARE SERVICE PLAN

QUARTERLY FINANCIAL REPORTING FORM

SUPPLEMENTAL INFORMATION

		1
	Are Yes closures attached with this filing?	Yes
2.	Is the attached reporting form filed on a consolidated or con Yes 'If "Yes", the plan is required to file consolidating or combining schedules.	Yes
	Is the plan required to file additional information (i.e. par No inancial statements, claims reports, etc.) that is required by the Department?	No
	Have the Restricted Assets changed from the previous qua No If "yes", complete Schedule A-2 (Restricted Assets).	No
5.	Are No gnificant changes reported on Schedule G,	No
6.	If "yes", describe:	
7.	If this is a revised reporting form, what is/are the reason(s) for the revision?	

REPORT #1 ---- PART A: ASSETS

	1	2
CURRENT ASS	ETS.	Current Period
	sh and Cash Equivalents	6,311,365
	ort-Term Investments	0,311,303
	miums Receivable - Net	2,312,286
	erest Receivable	2,012
	ured Risk Receivables - Net	2,012
	ner Health Care Receivables - Net	194,193
	paid Expenses	528,052
	ured Affiliate Receivables - Current	12,340,755
	secured Affiliate Receivables - Current	10,753
	gregate Write-Ins for Current Assets	10,733
	TAL CURRENT ASSETS (Items 1 to 10)	21,699,416
11. 10	The condent rissers (none in to 10)	21,075,110
OTHER ASSET	S: stricted Assets	346,105
		967,227
	ng-Term Investments	901,221
	angible Assets and Goodwill - Net	
	ured Affiliate Receivables - Long-Term	2 646 212
	secured Affiliate Receivables - Past Due	3,646,313
	gregate Write-Ins for Other Assets	24,437
18. TO	TAL OTHER ASSETS (Items 12 to 17)	4,984,082
PROPERTY AN	ND EQUIPMENT	
	nd, Building and Improvements	
	niture and Equipment - Net	795,404
	nputer Equipment - Net	519,549
	sehold Improvements -Net	520,137
	nstruction in Progress	954,075
	tware Development Costs	14,138,788
	gregate Write-Ins for Other Equipment	0
	TAL PROPERTY AND EQUIPMENT (Items 19 to 25)	16,927,953
	TAL ASSETS	43,611,451
DETAILS OF V	VRITE-INS AGGREGATED AT ITEM 10 FOR CURRENT ASSETS	
1001.		
1002.		
1003.		
1004.		
1098. Sui	nmary of remaining write-ins for Item 10 from overflow page	
	TALS (Items 1001 thru 1004 plus 1098)	0

1701.	Deposit	24,4
1702.		
1703.		
1704.		
1798.	Summary of remaining write-ins for Item 17 from overflow page	
1799.	TOTAL C (harra 1701 thus 1704 also 1709)	0.4
	TOTALS (Items 1701 thru 1704 plus 1798)	24,4
2501.	OF WRITE-INS AGGREGATED AT ITEM 25 FOR OTHER EQUIPMENT	24,4
2501.	OF WRITE-INS AGGREGATED AT ITEM 25 FOR OTHER EQUIPMENT	24,2
2501. 2502. 2503.	OF WRITE-INS AGGREGATED AT ITEM 25 FOR OTHER EQUIPMENT	
2501. 2502. 2503. 2504.	OF WRITE-INS AGGREGATED AT ITEM 25 FOR OTHER EQUIPMENT	
2501. 2502. 2503. 2504.	OF WRITE-INS AGGREGATED AT ITEM 25 FOR OTHER EQUIPMENT	

REPORT #1 ---- PART B: LIABILITIES AND NET WORTH

1	2	3	4
		Current Period	
		Non-	
CURRENT LIABILITIES:	Contracting	Contracting	Total
Trade Accounts Payable	1,896,130	XXX	1,896,130
2. Capitation Payable	0	XXX	(
3. Claims Payable (Reported)	1,156,925	74,765	1,231,690
Incurred But Not Reported Claims	4,308,658	494,748	4,803,400
5. POS Claims Payable (Reported)			(
6. POS Incurred But Not Reported Claims			(
7. Other Medical Liability			
8. Unearned Premiums	8,037,003	XXX	8,037,003
9. Loans and Notes Payable		XXX	
10. Amounts Due To Affiliates - Current	1,448,196	XXX	1,448,196
11. Aggregate Write-Ins for Current Liabilities	1,440,170	0	1,440,170
12. TOTAL CURRENT LIABILITIES (Items 1 to 11)	16,846,912	569,513	17,416,42
THER LIABILITIES:	10,040,712	307,313	17,410,42.
13. Loans and Notes Payable (Not Subordinated)		XXX	
14. Loans and Notes Payable (Subordinated)		XXX	
15. Accrued Subordinated Interest Payable		XXX	
Accided Suboldinated Interest Payable Amounts Due To Affiliates - Long Term		XXX	
	9 201 240		9 201 24
17. Aggregate Write-Ins for Other Liabilities	8,201,249	XXX	8,201,24
18. TOTAL HAPPINTES	8,201,249	XXX	8,201,24
19. TOTAL LIABILITIES	25,048,161	569,513	25,617,674
TET WORTH	77777	NAMA.	
20. Common Stock	XXX	XXX	
21. Preferred Stock	XXX	XXX	
22. Paid In Surplus	XXX	XXX	
23. Contributed Capital	XXX	XXX	
24. Retained Earnings (Deficit)/Fund Balance	XXX	XXX	17,993,77
25. Aggregate Write-Ins for Other Net Worth Items	XXX	XXX	(
26. TOTAL NET WORTH (Items 20 to 25)	XXX	XXX	17,993,77
27. TOTAL LIABILITIES AND NET WORTH	XXX	XXX	43,611,451
ETAILS OF WRITE INC ACCRECATED AT ITEM 11 FOR CURRENT I	LADII ITIEC		
ETAILS OF WRITE-INS AGGREGATED AT ITEM 11 FOR CURRENT I	LIABILITIES		
1101. 1102.			
1103.			
1104.			
1198. Summary of remaining write-ins for Item 11 from overflow page			
1199. TOTALS (Items 1101 thru 1104 plus 1198)	0	0	(
ا ETAILS OF WRITE-INS AGGREGATED AT ITEM 17 FOR OTHER LIA	RILITIES		
1701. Accrued Retirement Benefits	4,475,102	XXX	4,475,102
1702. Accrued Payroll	3,306,429	XXX	3,306,429
1702. Accried Fayion 1703. Deferred Compensation	419,718	XXX	419,71
1703. Deferred Compensation	717,/10	XXX	717,/10
1798. Summary of remaining write-ins for Item 17 from overflow page		XXX	
1799. TOTALS (Items 1701 thru 1704 plus 1798)	8,201,249	XXX	8,201,249

DETAILS OF WRITE-INS AGGREGATED AT ITEM 25 FOR OTHER NET WORTH ITEMS				
2501.		XXX	XXX	
2502.		XXX	XXX	
2503.		XXX	XXX	
2504.		XXX	XXX	
2598.	Summary of remaining write-ins for Item 25 from overflow page	XXX	XXX	
2599.	TOTALS (Items 2501 thru 2504 plus 2598)	XXX	XXX	0

REPORT #2: REVENUE, EXPENSES AND NET WORTH

	1	2
	Current Period	Year-To-Date
REVENUES:		
1. Premiums (Commercial)	34,643,330	34,643,330
2. Capitation		
3. Co-payments, COB, Subrogation		
4. Title XVIII - Medicare		
5. Title XIX - Medicaid		
6. Fee-For-Service		
7. Point-Of-Service (POS)		
8. Interest	160,355	160,35
9. Risk Pool Revenue		
10. Aggregate Write-Ins for Other Revenues	676,400	676,40
11. TOTAL REVENUE (Items 1 to 10)	35,480,085	35,480,08
EXPENSES:		
Medical and Hospital		
12. Inpatient Services - Capitated		
13. Inpatient Services - Per Diem		
14. Inpatient Services - Fee-For-Service/Case Rate		
15. Primary Professional Services - Capitated	17,057,761	17,057,76
16. Primary Professional Services - Non-Capitated	5,658,139	5,658,13
17. Other Medical Professional Services - Capitated		
18. Other Medical Professional Services - Non-Capitated		
19. Non-Contracted Emergency Room and Out-of-Area Expense, not including POS		
20. POS Out-Of-Network Expense		
21. Pharmacy Expense - Capitated		
22. Pharmacy Expense - Fee-for-Service		
23. Aggregate Write-Ins for Other Medical and Hospital Expenses	700,542	700,54
24. TOTAL MEDICAL AND HOSPITAL (Items 12 to 23)	23,416,442	23,416,442
Administration		
25. Compensation	5,830,696	5,830,69
26. Interest Expense	0	
27. Occupancy, Depreciation and Amortization	1,578,981	1,578,98
28. Management Fees		
29. Marketing	1,451,042	1,451,04
30. Affiliate Administration Services	1,785,866	1,785,86
31. Aggregate Write-Ins for Other Administration	921,358	921,35
32. TOTAL ADMINISTRATION (Items 25 to 31)	11,567,943	11,567,94
33. TOTAL EXPENSES	34,984,385	34,984,38
34. INCOME (LOSS)	495,700	495,70
35. Extraordinary Item		
36. Provision for Taxes		
37. NET INCOME (LOSS)	495,700	495,70
NET WORTH:	,,,,,,	/ -
38. Net Worth Beginning of Period	17,498,077	17,498,07

39.	Audit Adjustments		
40.	Increase (Decrease) in Common Stock		
41.	Increase (Decrease) in Preferred Stock		
42.	Increase (Decrease) in Paid in Surplus		
43.	Increase (Decrease) in Contributed Capital		
44.	Increase (Decrease) in Retained Earnings:		
45.	Net Income (Loss)	495,700	495,700
46.	Dividends to Stockholders		
47.	Aggregate Write-Ins for Changes in Retained Earnings	0	0
48.	Aggregate Write-Ins for Changes in Other Net Worth Items	0	0
49.	NET WORTH END OF PERIOD (Items 38 to 48)	17,993,777	17,993,777

REPORT #2: REVENUE, EXPENSES AND NET WORTH

	1	2	3
		Current Period	Year-to-Date
DETAILS	OF WRITE-INS AGGREGATED AT ITEM 10 FOR OTHER REVENUES	Current i criou	Tour to Butto
1001.	Administrative Income	676,400	676,400
1002.	1 Administrative medice	070,100	
1002.			
1004.			
1004.			
1005.			
1000.	Summary of remaining write-ins for Item 10 from overflow page		
1099.	TOTALS (Items 1001 thru 1006 plus 1098)	676,400	676,400
			,
	OF WRITE-INS AGGREGATED AT ITEM 23 FOR OTHER MEDICAL AND HOSPITAL EXP		700 542
2301.	Quality Assurance	700,542	700,542
2302.			
2303.			
2304.			
2305.			
2306.			
2398.	Summary of remaining write-ins for Item 23 from overflow page	700.540	700 540
2399.	TOTALS (Items 2301 thru 2306 plus 2398)	700,542	700,542
DETAILS	OF WRITE-INS AGGREGATED AT ITEM 31 FOR OTHER ADMINISTRATIVE EXPENSES		
		021 259	021 259
3101.	Other Administrative Expense	921,358	921,358
3102.			
3103.			
3104.			
3105.			
3106.			
3198.	Summary of remaining write-ins for Item 31 from overflow page	021 259	021 259
3199.	TOTALS (Items 3101 thru 3106 plus 3198)	921,358	921,358
DETAILS	OF WRITE-INS AGGREGATED AT ITEM 47 FOR CHANGES IN RETAINED EARNINGS		
4701.	OF WRITE-INS AGGREGATED AT ITEM 47 FOR CHANGES IN RETAINED EARTHINGS		
4701.			
4702.			
4704.			
4705.			
4706.			
4798.	Summary of remaining write-ins for Item 47 from overflow page	0	0
4799.	TOTALS (Items 4701 thru 4706 plus 4798)	0	0
DETAILS	OF WRITE INC ACCRECATED AT ITEM 40 FOR CHANCES OF OTHER NET WORTH ITE	EMC	
4801.	OF WRITE-INS AGGREGATED AT ITEM 48 FOR CHANGES OF OTHER NET WORTH ITE	11113	
4802.			
4803.			
4804.			
4805.			
4806.			
4898.	Summary of remaining write-ins for Item 48 from overflow page		
4899.	TOTALS (Items 4801 thru 4806 plus 4898)	0	0

REPORT #3: STATEMENT OF CASH FLOWS

CASH FLOW PROVIDED BY OPERATING ACTIVITIES 36,127,876 36,127,876 36,127,876 2 Pea-Uw-Service 3 Title XVII - Medicale Premiums 3 Title XVII - Medicale and Hopital Expenses -23,997,389 -23,997,		1	2	3
CASH FLOW PROVIDED BY OPERATING ACTIVITIES 36,127,876 36,127,876 36,127,876 2. Pere-for-Service 3. Tule XVIII - Medicare Premiums 4. Tule XVIII - Medicare Premiums 5. Investment and Other Revenues 835,995 835,995 835,995 6. Co-Payments, COB and Subrogation 7. Medical und Hospital Expenses -23,997,389 -23,997,389 -23,997,389 -23,997,389 8. Administration Expenses -10,715,445 -10,715,455 -10,715,455 -10,715,455 -10,715,455 -10,715,455 -10,715,455 -10,715,455 -10,715,455 -10,715,455 -10,7			Current Period	Vear-to-Date
1. GroupIndividual Premiums Capitation 36,127,876 2. Fee-For-Service 2. Tele XVIII - Medicare Premiums 4. Title XIX - Medicard Premiums 4. Title XIX - Medicard Premiums 5. Investment and their Revenues 835,995 835,995 835,995 6. Co-Payments, COB and Subrogation 7. Medicard and Hospital Expenses 2-23,997,389 2-23,997,389 8. Administration Expenses -10,715,445 -10,715,445 -10,715,445 -10,715,445 -10,715,445 1. Telephone 1. Telephon	CASH FI (OW PROVIDED BY OPERATING ACTIVITIES	Current renod	Tear-to-Date
2. Fee Fur-Service 3. Title XVII - Medicare Premiums 4. Title XIV. Medicard Premiums 5. Investment and Other Revenues 6. Co-Payments, COB and Subrogation 7. Medical and Hospital Expenses 8. Administration Expenses 8. Administration Expenses 9. Federal Income Taxes Paid 10. Interest Paid 11. NET CASH PROVIDED BY OPERATING ACTIVITIES 9. Federal Income Taxes Paid 11. NET CASH PROVIDED BY OPERATING ACTIVITIES 12. Proceeds from Restricted Cash and Other Assets 13. Proceeds from Restricted Cash and Other Assets 14. Proceeds from Restricted Cash and Other Assets 15. Payments for Federated Cash and Other Assets 16. Payments for Restricted Cash and Other Assets 17. Payments for Restricted Cash and Other Assets 18. NET CASH PROVIDED BY INVESTING ACTIVITIES 19. Proceeds from Paid in Capital and Equipment 19. Payments for Property, Plant and Equipment 19. Proceeds from Paid in Capital or Issuance of Stock 20. Loan Proceeds from Paid in Capital or Issuance of Stock 21. Loan Proceeds from Non-Affiliates 22. Principal Payments on Loans from Affiliates 23. Principal Payments on Loans from Milliates 24. Dividends Paid 25. Aggregate Write-Ins for Cash Provided by Financing Activities 26. NET CASH PROVIDED BY FINANCING ACTIVITIES 27. NET INCREASE; (DECREASE) IN CASH (ICENTITIES) 28. CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE QUARTER 29. CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE QUARTER 20. CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE QUARTER 21. Loan Proceeds from Affiliates 22. CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE QUARTER 29. CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE QUARTER 20. CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE QUARTER 21. Loan Proceeds from Activities 22. CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE QUARTER 21. Loan Proceeds from Activities 23. Decrease (Increase) in Receivables 24. Dividends Paid 25. Decrease (Increase) in Cas			36 127 876	36 127 876
Title XVIII - Medicare Promiums			30,127,070	30,127,070
4. Title XIX - Medical Primitims S. Investment and Other Revenues S. S. 1995 S. S. S. 1995 S. S. S. 1995 S. S. S. 1995 S.				
5. Investment and Other Revenues 835,995 835,995 6. Co-Payments, COB and Subrogation -23,997,389 -23,997,389 -23,997,389 8. Administration Expenses -10,715,445				
6. Co-Payments, COR and Subrogation			835 995	835 995
3. Administration Expenses -23,997,389 -23,997,389 -23,997,389 -10,715,445 -10,715,455 -10,715,455 -10,715,455 -10,715,455 -10,715,455			033,773	033,773
8. Administration Expenses -10,715,445 -10,715,445 9. Federal Income Taxes Paid 10. Interest Paid 10. Interest Paid 2,251,037 2,251,03			-23 997 389	-23 997 389
9. Federal Income Taxes Paid 10. Interest Paid 11. INTEC ASH PROVIDED BY OPERATING ACTIVITIES 12. Proceeds from Restricted Cash and Other Assets 13. Proceeds from Investments 14. Proceeds from Sales of Property, Plant and Equipment 15. Payments for Restricted Cash and Other Assets 16. Payments for Restricted Cash and Other Assets 17. Payments for Property, Plant and Equipment 18. Proceeds from Investments 19. Payments for Property, Plant and Equipment 19. Payments for Restricted Cash and Other Assets 10. Payments for Property, Plant and Equipment 19. Proceeds from Property, Plant and Equipment 19. Proceeds from Property, Plant and Equipment 19. Proceeds from Paid in Capital or Issuance of Stock 20. Luan Proceeds from Aidliates 21. Loan Proceeds from Non-Affiliates 22. Principal Payments on Loans from Non-Affiliates 23. Principal Payments on Loans from Non-Affiliates 24. Dividends Paid 25. Aggregate Write-Ins for Cash Provided by Financing Activities 26. NET CASH PROVIDED BY FINANCING ACTIVITIES 27. NET INCREASE (DECREASE) IN CASH (Items 11, 18 & 25) 28. CASH AND CASH POULVALENTS AT THE BEGINNING OF THE QUARTER 28. CASH AND CASH POULVALENTS AT THE BEGINNING OF THE QUARTER 29. CASH AND CASH POULVALENTS AT THE BEGINNING OF THE QUARTER 20. CASH AND CASH POULVALENTS AT THE BEGINNING OF THE QUARTER 20. CASH AND CASH POULVALENTS AT THE BEGINNING OF THE QUARTER 20. CASH AND CASH POULVALENTS AT THE BEGINNING OF THE QUARTER 20. CASH AND CASH POULVALENTS AT THE BEGINNING OF THE QUARTER 20. CASH AND CASH POULVALENTS AT THE BEGINNING OF THE QUARTER 20. CASH AND CASH POULVALENTS AT THE BEGINNING OF THE QUARTER 20. CASH AND CASH DOULVALENTS AT THE BEGINNING OF THE QUARTER 20. CASH AND CASH DOULVALENTS AT THE BEGINNING OF THE QUARTER 20. CASH AND CAS				
10. Interest Paid NET CASH PROVIDED BY OPERATING ACTIVITIES 2,251,037 2,251,037 2,251,037 2,251,037 2,251,037 2,251,037 2,251,037 2,251,037 2,251,037 2,251,037 2,251,037 2,251,037 2,251,037 2,251,037 2,251,037 2,251,037 2,25			10,713,113	10,715,115
11. NET CASH PROVIDED BY OPERATING ACTIVITIES 2,251,037 2,250,2259 2,251,037 2,251,037 2,251,037 2,251,037 2,250,2259 2,259,250 2,				
CASH FLOW PROVIDED BY INVESTING ACTIVITIES 12. Proceeds from Restricted Cash and Other Assets 1.8 Proceeds from Restricted Cash and Other Assets -16.390			2 251 037	2.251.037
12. Proceeds from Restricted Cash and Other Assets 13. Proceeds for for Investments 14. Proceeds for Sales of Property, Plant and Equipment 15. Payments for Restricted Cash and Other Assets -16,390 -16,390 -16,390 16. 75			2,231,037	2,231,037
13. Proceeds from Investments 14. Proceeds for Sales of Property, Plant and Equipment 15. Payments for Restricted Cash and Other Assets -16,390 -16,390 16. Payments for Investments -390,811 -390,811 -390,811 -390,811 -390,811 18. NET CASH PROVIDED BY INVESTING ACTIVITIES -587,957				
14. Proceeds for Sales of Property, Plant and Equipment 15. Payments for Restricted Cash and Other Assets -16,390 -16,390 -16,390 -18,0756 -180,756				
15. Payments for Restricted Cash and Other Assets				
16. Payments for Investments			-16 390	-16 390
17. Payments for Property, Plant and Equipment -390,811 -390,811 18. NET CASH PROVIDED BY INVESTING ACTIVITIES -587,957				
18. NET CASH PROVIDED BY INVESTING ACTIVITIES -587,957 -587,957 -587,957 CASH FLOW PROVIDED BY FINANCING ACTIVITIES:				
Proceeds from Paid in Capital or Issuance of Stock 20. Loan Proceeds from Mon-Affiliates 21. Loan Proceeds from Affiliates 22. Principal Payments on Loans from Non-Affiliates 23. Principal Payments on Loans from Non-Affiliates 24. Dividends Paid 25. Aggregate Write-Ins for Cash Provided by Financing Activities 0 0 0 0 0 0 0 0 0	_	· · · · · · · · · · · · · · · · · · ·		· · · · · · · · · · · · · · · · · · ·
19. Proceeds from Paid in Capital or Issuance of Stock 20. Loan Proceeds from Non-Affiliates 21. Loan Proceeds from Affiliates 22. Principal Payments on Loans from Non-Affiliates 23. Principal Payments on Loans from Affiliates 24. Dividends Paid 25. Aggregate Write-Ins for Cash Provided by Financing Activities 0 0 0 0 0 0 0 0 0			301,331	301,331
20. Loan Proceeds from Non-Affiliates 21. Loan Proceeds from Affiliates 22. Principal Payments on Loans from Non-Affiliates 23. Principal Payments on Loans from Affiliates 24. Dividends Paid 25. Aggregate Write-Ins for Cash Provided by Financing Activities 0 0 0 0 0 0 0 0 0				
21. Loan Proceeds from Affiliates 22. Principal Payments on Loans from Non-Affiliates 23. Principal Payments on Loans from Affiliates 24. Dividends Paid 25. Aggregate Write-Ins for Cash Provided by Financing Activities 0 0 0 0 0 0 0 0 0				
22. Principal Payments on Loans from Non-Affiliates 23. Principal Payments on Loans from Affiliates 24. Dividends Paid 4 25. Aggregate Write-Ins for Cash Provided by Financing Activities 0 0 26. NET CASH PROVIDED BY FINANCING ACTIVITIES 0 0 27. NET INCREASE (DECREASE) IN CASH (Items 11, 18 & 26) 1,663,080 1,663,080 28. CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE QUARTER 4,648,285 4,648,285 29. CASH AND CASH EQUIVALENTS AT THE END OF THE QUARTER 6,311,365 6,311,365 RECONCILIATION OF NET INCOME TO NET CASH PROVIDED BY OPERATING ACTIVITIES: 30. Net Income 495,700 495,700 Adjustments to Reconcile Net Income to Net Cash Provided by Operating Activities 31. Depreciation and Amortization 955,498 955,498 32. Decrease (Increase) in Receivables 1,216,054 1,216,054 33. Decrease (Increase) in Prepaid Expenses 247,925 247,925 34. Decrease (Increase) in Accounts Payable -126,998 -126,998 35. Increase (Decrease) in Claims Payable and Shared Risk Pool -535,119 -535,119 37. Increase (Decrease) in Unearned Premium 268,492 268,492 38. Aggregate Write-Ins				
23. Principal Payments on Loans from Affiliates 24. Dividends Paid 25. Aggregate Write-Ins for Cash Provided by Financing Activities 0 0 0 0 0 0 0 0 0				
24. Dividends Paid 0 0 0 25. Aggregate Write-Ins for Cash Provided by Financing Activities 0 0 26. NET CASH PROVIDED BY FINANCING ACTIVITIES 0 0 27. NET INCREASE (DECREASE) IN CASH (Items 11, 18 & 26) 1,663,080 1,663,080 28. CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE QUARTER 4,648,285 4,648,285 29. CASH AND CASH EQUIVALENTS AT THE END OF THE QUARTER 6,311,365 6,311,365 RECONCILIATION OF NET INCOME TO NET CASH PROVIDED BY OPERATING ACTIVITIES: 				
25. Aggregate Write-Ins for Cash Provided by Financing Activities 0 0 26. NET CASH PROVIDED BY FINANCING ACTIVITIES 0 0 27. NET INCREASE (DECREASE) IN CASH (Items 11, 18 & 26) 1,663,080 1,663,080 28. CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE QUARTER 4,648,285 4,648,285 29. CASH AND CASH EQUIVALENTS AT THE EBD OF THE QUARTER 6,311,365 6,311,365 RECONCILIATION OF NET INCOME TO NET CASH PROVIDED BY OPERATING ACTIVITIES: 30. Net Income 495,700 495,700 Adjustments to Reconcile Net Income to Net Cash Provided by Operating Activities 31. Depreciation and Amortization 955,498 955,498 32. Decrease (Increase) in Receivables 1,216,054 1,216,054 33. Decrease (Increase) in Prepaid Expenses 247,925 247,925 34. Decrease (Increase) in Accounts Payable -126,998 -126,998 36. Increase (Decrease) in In Accounts Payable and Shared Risk Pool -535,119 -535,119 37. Increase (Decrease) in Unearned Premium 268,492 268,492 38. Aggregate Write-Ins for Adjustments to Net Income -53,300 -53,300 39. TOTAL ADJUSTMENTS (Items				
26. NET CASH PROVIDED BY FINANCING ACTIVITIES 0 0 27. NET INCREASE (DECREASE) IN CASH (Items 11, 18 & 26) 1,663,080 1,663,080 28. CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE QUARTER 4,648,285 4,648,285 29. CASH AND CASH EQUIVALENTS AT THE END OF THE QUARTER 6,311,365 6,311,365 RECONCILIATION OF NET INCOME TO NET CASH PROVIDED BY OPERATING ACTIVITIES: 30. Net Income 495,700 Adjustments to Reconcile Net Income to Net Cash Provided by Operating Activities 31. Depreciation and Amortization 955,498 955,498 32. Decrease (Increase) in Receivables 1,216,054 1,216,054 33. Decrease (Increase) in Prepaid Expenses 247,925 247,925 34. Decrease (Increase) in Affiliate Receivables -217,215 -217,215 35. Increase (Decrease) in Accounts Payable and Shared Risk Pool -535,119 -535,119 37. Increase (Decrease) in Unearned Premium 268,492 268,492 38. Aggregate Write-Ins for Adjustments to Net Income -53,300 -53,300			0	0
27. NET INCREASE (DECREASE) IN CASH (Items 11, 18 & 26) 28. CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE QUARTER 29. CASH AND CASH EQUIVALENTS AT THE END OF THE QUARTER 30. Net Income Adjustments to Reconcile Net Income to Net Cash Provided by Operating Activities 31. Depreciation and Amortization 32. Decrease (Increase) in Receivables 33. Decrease (Increase) in Prepaid Expenses 34. Decrease (Increase) in Affiliate Receivables 35. Increase (Decrease) in Affiliate Receivables 36. Increase (Decrease) in Claims Payable and Shared Risk Pool 37. Increase (Decrease) in Claims Payable and Shared Risk Pool 38. Aggregate Write-Ins for Adjustments to Net Income 39. TOTAL ADJUSTMENTS (Items 31 through 38) 40. NET CASH PROVIDED BY OPERATING ACTIVITIES (Item 30 adjusted by Item 39 must agree to Item 11) DETAILS OF WRITE-INS AGGREGATED AT ITEM 25 FOR CASH FLOW PROVIDED BY FINANCING ACTIVITES 2502. 2503. 2598. Summary of remaining write-ins for Item 25 from overflow page			0	0
28. CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE QUARTER 4,648,285 4,648,285 29. CASH AND CASH EQUIVALENTS AT THE END OF THE QUARTER 6,311,365 6,311,365 RECONCILIATION OF NET INCOME TO NET CASH PROVIDED BY OPERATING ACTIVITIES: 			ů	1 663 080
29. CASH AND CASH EQUIVALENTS AT THE END OF THE QUARTER 6,311,365 6,311,365 (RECONCILIATION OF NET INCOME TO NET CASH PROVIDED BY OPERATING ACTIVITIES: 30. Net Income 495,700 495,700 495,700 Adjustments to Reconcile Net Income to Net Cash Provided by Operating Activities 31. Depreciation and Amortization 955,498 955,498 32. Decrease (Increase) in Receivables 1,216,054 1,216,054 33. Decrease (Increase) in Prepaid Expenses 247,925 247,925 34. Decrease (Increase) in Affiliate Receivables -217,215 -217,215 35. Increase (Decrease) in Accounts Payable and Shared Risk Pool 535,119 -535,119 37. Increase (Decrease) in Unearned Premium 268,492 268,492 38. Aggregate Write-Ins for Adjustments to Net Income 5,33,00 5,33,00 39. TOTAL ADJUSTMENTS (Items 31 through 38) 1,755,337 1,755,337 40. NET CASH PROVIDED BY OPERATING ACTIVITIES (Item 30 adjusted by Item 39 must agree to Item 11) DETAILS OF WRITE-INS AGGREGATED AT ITEM 25 FOR CASH FLOW PROVIDED BY FINANCING ACTIVITIES 2501. 2592. 2503. 2598. Summary of remaining write-ins for Item 25 from overflow page			' '	
RECONCILIATION OF NET INCOME TO NET CASH PROVIDED BY OPERATING ACTIVITIES: 30. Net Income				, ,
30. Net Income				3,611,636
Adjustments to Reconcile Net Income to Net Cash Provided by Operating Activities 31. Depreciation and Amortization 955,498 955,498 32. Decrease (Increase) in Receivables 1,216,054 1,216,054 33. Decrease (Increase) in Prepaid Expenses 247,925 247,925 247,925 34. Decrease (Increase) in Affiliate Receivables -217,215 -217,215 -217,215 35. Increase (Decrease) in Accounts Payable -126,998 -126,998 36. Increase (Decrease) in Claims Payable and Shared Risk Pool -535,119 -535,119 -535,119 37. Increase (Decrease) in Unearned Premium 268,492 268,492 38. Aggregate Write-Ins for Adjustments to Net Income -53,300 -53,300 39. TOTAL ADJUSTMENTS (Items 31 through 38) 1,755,337 1,755,337 40. NET CASH PROVIDED BY OPERATING ACTIVITIES 2,251,037 (Item 30 adjusted by Item 39 must agree to Item 11) DETAILS OF WRITE-INS AGGREGATED AT ITEM 25 FOR CASH FLOW PROVIDED BY FINANCING ACTIVITIES 2501. 2502. 2503. 2598. Summary of remaining write-ins for Item 25 from overflow page				495.700
31. Depreciation and Amortization 955,498 955,498 32. Decrease (Increase) in Receivables 1,216,054 1,216,054 33. Decrease (Increase) in Prepaid Expenses 247,925 247,925 34. Decrease (Increase) in Affiliate Receivables -217,215 -217,215 35. Increase (Decrease) in Accounts Payable -126,998 -126,998 36. Increase (Decrease) in Claims Payable and Shared Risk Pool -535,119 -535,119 37. Increase (Decrease) in Unearned Premium 268,492 268,492 38. Aggregate Write-Ins for Adjustments to Net Income -53,300 -53,300 39. TOTAL ADJUSTMENTS (Items 31 through 38) 1,755,337 1,755,337 40. NET CASH PROVIDED BY OPERATING ACTIVITIES 2,251,037 (Item 30 adjusted by Item 39 must agree to Item 11) DETAILS OF WRITE-INS AGGREGATED AT ITEM 25 FOR CASH FLOW PROVIDED BY FINANCING ACTIVITIES 2502. 2503. 2598. Summary of remaining write-ins for Item 25 from overflow page				.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
32. Decrease (Increase) in Receivables			955 498	955 498
33. Decrease (Increase) in Prepaid Expenses 247,925 247,925 34. Decrease (Increase) in Affiliate Receivables -217,215 -217,215 35. Increase (Decrease) in Accounts Payable -126,998 -126,998 36. Increase (Decrease) in Claims Payable and Shared Risk Pool -535,119 -535,119 37. Increase (Decrease) in Unearned Premium 268,492 268,492 38. Aggregate Write-Ins for Adjustments to Net Income -53,300 -53,300 39. TOTAL ADJUSTMENTS (Items 31 through 38) 1,755,337 1,755,337 40. NET CASH PROVIDED BY OPERATING ACTIVITIES 2,251,037 (Item 30 adjusted by Item 39 must agree to Item 11) DETAILS OF WRITE-INS AGGREGATED AT ITEM 25 FOR CASH FLOW PROVIDED BY FINANCING ACTIVITIES 2502. 2503. 2598. Summary of remaining write-ins for Item 25 from overflow page				
34. Decrease (Increase) in Affiliate Receivables				
35.				
36. Increase (Decrease) in Claims Payable and Shared Risk Pool -535,119 -535,119 37. Increase (Decrease) in Unearned Premium 268,492 268,492 38. Aggregate Write-Ins for Adjustments to Net Income -53,300 -53,300 39. TOTAL ADJUSTMENTS (Items 31 through 38) 1,755,337 1,755,337 40. NET CASH PROVIDED BY OPERATING ACTIVITIES 2,251,037 (Item 30 adjusted by Item 39 must agree to Item 11) DETAILS OF WRITE-INS AGGREGATED AT ITEM 25 FOR CASH FLOW PROVIDED BY FINANCING ACTIVITIES 2501. 2502. 2503. 2598. Summary of remaining write-ins for Item 25 from overflow page				
37. Increase (Decrease) in Unearned Premium 268,492 268,492 38. Aggregate Write-Ins for Adjustments to Net Income -53,300 -53,300 39. TOTAL ADJUSTMENTS (Items 31 through 38) 1,755,337 1,755,337 40. NET CASH PROVIDED BY OPERATING ACTIVITIES 2,251,037 2,251,037 (Item 30 adjusted by Item 39 must agree to Item 11) DETAILS OF WRITE-INS AGGREGATED AT ITEM 25 FOR CASH FLOW PROVIDED BY FINANCING ACTIVITIES 2501. 2502. 2503. 2598. Summary of remaining write-ins for Item 25 from overflow page				
38. Aggregate Write-Ins for Adjustments to Net Income -53,300 -53,300 39. TOTAL ADJUSTMENTS (Items 31 through 38) 1,755,337 1,755,337 40. NET CASH PROVIDED BY OPERATING ACTIVITIES 2,251,037 (Item 30 adjusted by Item 39 must agree to Item 11) DETAILS OF WRITE-INS AGGREGATED AT ITEM 25 FOR CASH FLOW PROVIDED BY FINANCING ACTIVITIES 2501. 2502. 2503. 2598. Summary of remaining write-ins for Item 25 from overflow page				
39. TOTAL ADJUSTMENTS (Items 31 through 38) 1,755,337 1,755,337 40. NET CASH PROVIDED BY OPERATING ACTIVITIES 2,251,037 (Item 30 adjusted by Item 39 must agree to Item 11) DETAILS OF WRITE-INS AGGREGATED AT ITEM 25 FOR CASH FLOW PROVIDED BY FINANCING ACTIVITIES 2501. 2502. 2503. 2598. Summary of remaining write-ins for Item 25 from overflow page				
40. NET CASH PROVIDED BY OPERATING ACTIVITIES (Item 30 adjusted by Item 39 must agree to Item 11) DETAILS OF WRITE-INS AGGREGATED AT ITEM 25 FOR CASH FLOW PROVIDED BY FINANCING ACTIVITIES 2501. 2502. 2503. 2598. Summary of remaining write-ins for Item 25 from overflow page	39.			
(Item 30 adjusted by Item 39 must agree to Item 11) DETAILS OF WRITE-INS AGGREGATED AT ITEM 25 FOR CASH FLOW PROVIDED BY FINANCING ACTIVITIES 2501. 2502. 2503. 2598. Summary of remaining write-ins for Item 25 from overflow page		<u> </u>		
DETAILS OF WRITE-INS AGGREGATED AT ITEM 25 FOR CASH FLOW PROVIDED BY FINANCING ACTIVITIES 2501. 2502. 2503. 2598. Summary of remaining write-ins for Item 25 from overflow page			, - ,	, - ,
2502. 2503. 2598. Summary of remaining write-ins for Item 25 from overflow page	DETAILS		NANCING ACTIVITI	ES
2502. 2503. 2598. Summary of remaining write-ins for Item 25 from overflow page			1	
2503. 2598. Summary of remaining write-ins for Item 25 from overflow page				
2598. Summary of remaining write-ins for Item 25 from overflow page				
		Summary of remaining write-ins for Item 25 from overflow page		
	2599.	TOTALS (Items 2501 thru 2503 plus 2598)	0	0

DETAILS	7		
3801.	Accrued Payroll	-307,408	-307,408
3802.	Accrued Retirement	220,438	220,438
3803.	Other Receivable	321,319	321,319
3898.	Summary of remaining write-ins for Item 38 from overflow page	-287,649	-287,649
3899.	TOTALS (Items 3801 thru 3803 plus 3898)	-53,300	-53,300

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This page is no longer in use.

REPORT #4: ENROLLMENT AND UTILIZATION TABLE

TOTAL ENROLLMENT

1	2	3	4	5	6	Total Member	Ambulatory Encou
					Cumulative		
					Enrollee		
	Total Enrollees At End of	Additions During	Terminations During		Months for	7	8
Source of Enrollment	Previous Period	Period	Period	Period	Period	Physicians	Non-Physicians
1. Group (Commercial)	918,863	12,560	61,403	870,020	2,650,023		176,908
2. Medicare Risk				0			
3. Medi-Cal Risk				0			
4. Individual	90,404	746	3,446	87,704	261,333		17,446
5. Point of Service				0			
6. Aggregate write-ins for Other	0	0	0	0	0	0	0
7. Total Membership	1,009,267	13,306	64,849	957,724	2,911,356	C	194,354
DETAILS OF WRITE-INS AGGRE	EGATED AT ITEM 6 FOR	OTHER SOURCES (OF ENROLLMENT				
601. Small Group				0			
602. Healthy Families				0			
603. AIM				0			
604. Medicare Cost				0			
605. ASO				0		N/A	N/A
606. PPO				0			
607.				0			
608.				0			
609.				0			
610.				0			
611.				0			
612.				0			
Summary of remaining write-ins for 698. Item 6 from overflow page				0			
Totals (lines 601 through 612 plus 699, 698) (Line 6 above)	0	0	0	0	0	0	0

nters for Period	10	11	12
mers for Ferrod	10	11	12
	Total Patient	Annualized	Avorogo
0			Average
9	Days	Hospital	Length of
Total	Incurred	Days/1000	Stay
176,908		0	
0			
0			
17,446		0	
0			
0	0		
194,354	0	0	
0			
0			
0			
0			
N/A	N/A	N/A	N/A
0			
0			
0			
0			
0			
0			
0			
0			
0	0		

SCHEDULE A-1 (CASH)

	1	2	3
	Name of Depository		
	(List all accounts even if closed during the period)	Account Number	Balance*
1.	Wells Fargo Bank 10200CA	4031-054380	1,380,199
2.	Wells Fargo Bank 10200TX	4031-049398	822,462
3.	Wells Fargo Bank 10400CA	2300148117	3,568,076
4.	Wells Fargo Bank 10200NV	4589-619303	247,593
5.	Wells Fargo Bank 10200UT	4031-056674	288,020
6.	Fleet Bank 10300CA	000-197-2077	2,015
7.	Others		
8.			
9.	Total Cash on Deposit		6,308,365
10	. Cash on Hand (Petty Cash)		3,000
11	Total Cash on Hand and on Deposit (Report #1, Part A.	, Line 1)	6,311,365

SCHEDULE A-2 RESTRICTED ASSETS

SCHEDULE II-2 RESTRICTED ROSE IS				
1	2	3		
Name of Depository (List all accounts even if closed during period)	Account Number	Balance*		
12. Wells Fargo Bank	1031698020	50,000		
13. Chase Bank of Texas	88805177219	150,000		
14. Wells Fargo Bank	2201306400	30,000		
15. First Union National Bank	807200751	99,715		
16. Bank Of America	590034062	16,390		
17. 18.				
19. Total Restricted Assets	346,105			

^{*} Indicate the Balance Per the HMO's Records

**

SCHEDULE C - PREMIUMS RECEIVABLE (Other than Affiliates)

Individually list all debtors (commercial only) with account balances greater than 5% of gross Premiums Receivable. Group the total of all other premiums receivables and enter the total on the line titled, "Aggregate Accounts Not Individually Listed."

	1	2	3	4	5	6
	Name of Debtor Aggregate Accounts Not Individually Listed	1-30 Days	31-60 Days	61-90 Days	Over 90 Days	Total
1.	Aggregate Accounts Not Individually Listed	1,358,789	795,452	158,045	•	2,312,286
1. 2.						0
3.						0
4.						0
5.						0
6.						0
7.						0
8.						0
9.				***************************************		0
10.						0
11.						0
12.						0
13.						0
14.						0
15.						0
16.						0
17.						0
18.						0
19.						0
20.						0
21.						0 0 0
						0
23.						0
22. 23. 24. 25.						0
25.						0
26.						0
27.				***************************************		0
28.						0
						0
29. 30.						0
31.						0
32.						0 0
33.						0
34.						0
35.				***************************************		0
36.						0
37.						0
38.						0
39.						
40.						0
41.						0
42.						0
42. 43.						0
44.						0
45.						0
46.						0
47.						0
T / .	l		L			U

48.						0
49.						0
50.						0
51.						0
52.						0
53.						0
54.	Aggregate Accounts Not Individually Listed					0
55.	Total	1,358,789	795,452	158,045	0	2,312,286

**

SCHEDULE D HEALTH CARE RECEIVABLES & AMOUNTS DUE FROM PARENT, SUBSIDIARIES, AND AFFILIATES

Individually list all debtors with account balances greater than 10% of gross Receivables. Group the total of all other receivables and enter the total on the line titled, "Aggregate Accounts Not Individually Listed."

	1	2	3	4	5	6
	Name of Debtor	1-30 Days	31-60 Days	61-90 Days	Over 90 Days	Total
1.	Delta Dental Insurance Company			3,646,313	•	3,646,313
						0
2. 3.						0
4.						0
4. 5.						0
6.						0
7.						0
8.						0
9.						0
10.						0
11. 12.						0
12.						0
13.						0
14.						0
15. 16. 17.						0
16.						0
17.						0
18.						0
19.						0
20.						0
21.						0
22.						0
21.22.23.24.25.						0
24.						0
25.						0
26.						0
27.						0
28.						0
27. 28. 29.						0
30.						0
31.						0
32.						0
33.						0
34. 35.						0
35.						0
36.						0
37.						0
38.						0
39.						0
						0
40. 41. 42. 43.						0
42.						0
43.						0
44. 45.						0
45.						0

46.						0
47.						0
48.						0
49.						0
50.						0
51.						0
52.						0
53.						0
54.	Aggregate Accounts Not Individually Listed					0
55.	Total	0	0	3,646,313	0	3,646,313

**

SCHEDULE F - ACCOUNTS PAYABLE

Individually list all creditors with account balances greater than 5% of total trade accounts payable. Group the total of all other payables and enter total of all other payables and enter to Individually Listed - Due." Report accounts payable from the initial date of billing or due date under co

	2	3	4
Name of Debtor	1-30 Days	31-60 Days	61-90 Days
Aggregate Accounts Not Individually Listed - Due	1,896,130	•	·
2.			
3.			
4.			
5.			
6.			
7.			
8.			
9.			-
10.			
11.			
12.			
13.			
14.			
15.			
16. 17.			
18.			
19.			
20.			
21. 22.			
23. Aggregate Accounts Not Individually Listed - Due			
23. Aggregate Accounts Not Individually Listed - Due 24. Total	1,896,130	0	0
24. 10(a)	1,090,130	0	U

the total on the line titled, "Aggregate Accounts Not ontract.

5	6	7
91-120 Days	Over 120 Days	Total
		1,896,130
		0
		0
		0
		0
		0
		0
		0
		0
		0
		0
		0
		0
		0
		0
		0
		0
		0
		0
		0
		0
		0
	^	1 906 120
0	0	1,896,130

SCHEDULE G - UNPAID CLAIMS ANALYSIS SECTION I - CLAIMS UNPAID

	1	2	3
Type of Claim	Reported Claims in Process of Adjustment	Estimated Incurred but Unreported	Total - Unpaid Claims (Columns 4+5 of Section II)
1. Inpatient Claims			0
2. Physician Claims			0
3. Referral Claims			0
4. Other Medical	1,231,690	4,803,406	6,035,096
5. TOTAL	1,231,690	4,803,406	6,035,096

SECTION II - ANALYSIS OF CLAIMS UNPAID - PREVIOUS YEAR (FILE ANNUAL ONLY)

			Unpaid Claims	During the Fiscal		
	Claims Paid During	the Fiscal Year	Y	'ear		7
1	2	3	4	5	6	Estimated
Type of Claim	On Claims Incurred	On Claims	On Claims	On Claims	Total Claims	Liability of
	Prior to the first day	Incurred During	Unpaid Prior to	Incurred During	(Paid and Unpaid)	Unpaid Claims
	of the Current	the Fiscal Year	the first day of	the Year	for the Previous	Prior to the first
	Fiscal Year		the Previous		Fiscal Year	day of the Prior
			Fiscal Year		(2+4)	Year
6. Inpatient Claims					0	
7. Physician Claims					0	
8. Referral Claims					0	
9. Other Medical					0	
10. TOTAL	0	0	0	0	0	0

SECTION III - INVENTORY OF CLAIMS TO BE PROCESSED*

	1 2		3	4	5	6	7
		Beginning					
		Balance		Deduct -			Ending Balance
		Number of Claims		Claims paid	Deduct - Claims		Number of claims
	Month Ending	in inventory on the		during the	denied during the		in inventory at the
11.		1st of each month	the month	month	month	Adjustments	end of the month
12.	January	7,843	19,072	16,024	2,418	-268	8,205
13.	February	8,205	16,008	16,820	2,503	-243	4,647
14.	March	4,647	20,892	18,758	2,812	-82	3,887
15.							0
16.			***************************************				0
17.							0
18.							0
19.							0
20.							0
21.							0
22.							0
23.							0

^{*} Describe any significant changes reported on Schedule G, Section III in the Supplemental Schedule (Page 2).

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**

SCHEDULE H - AGING OF ALL CLAIMS

Age all claims on hand at the end of each month. Use the date of receipt to determine the number of days the claims is outstanding. The amount reported in Column 6 should equal the amount Reported on Schedule G, Section III, Column 7.

	1	2	3	4	5	6
1.	Month Ending	1-30 Days	31-60 Days	61-90 Days	Over 90 Days	Total
2.	January	8,205				8,205
3.	February	4,647				4,647
4.	March	3,887				3,887
5.	April					0
6.	May					0
7.	June					0
8.	July					0
9.	August					0
	September					0
11.	October					0
12.	November_					0
13.	December					0

SCHEDULE I - ANALYSIS OF TOTAL MEDICAL LIABILITY TO ACTUAL CLAIMS PAID

Using the Plan's Lag Tables, complete the following table. Provide claim information the current quarter and the previous seven quarters. An actuarial certification may be submitted in lieu of this schedule.

	Reported A	ccrual			
	1	2	3	4	5
					Outstanding
					Liability
		Total Medical	Amount	Difference -	(Based on
(Quarter Ending Date	Liability*	Paid-To-Date	Column (2-3)	plan's lag
1. S	. See Attached Actuarial Report		XXX	0	
	n Sheet 4 Quarter			0	
3.	revious 2 Quarters			0	
4.	revious 3 Quarters			0	
5.	revious 4 Quarters			0	
6.	revious 5 Quarters			0	
7.	revious 6 Quarters			0	
8.	revious 7 Quarters			0	

^{*} Should tie to Report #1, Part B, Columns 1 & 2, Lines 3 through 7.

**

	1					
	NOTES TO FINANCIAL STATEMENTS					
1. 2.	Notes are on Sheets 1, 2 and 3 due to formatting issues					
3.						
4.						
5.						
6. 7.						
8.						
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10.						
11. 12.						
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16. 17.						
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20.						
21. 22.						
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24.						
25. 26.						
27.						
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30. 31.						
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40. 41.						
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44. 45.						
45. 46.						
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50. 51.						
52.						
53.						
54.						
55.						
56. 57.						
58.						
59.						

	1
1.	
3.	OVERFLOW PAGE FOR WRITE-INS HAS BEEN MOVED TO SHEET 5 DUE TO FORMAT ISSUE
4.	
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22. 23.	
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26.	
27. 28.	
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KNOX-KEENE SUPPLEMENTAL INFORMATION PURSUANT TO SECTIONS 1300.84.06, 1300.84.2 AND 1374.68

	1	2	3	4	5				
A. 1.	· · · · · · · · · · · · · · · · · · ·								
В.	Accounts and Notes Receivable from of	fficers, directors, owners or affiliat	tes, as detailed below:						
	Name of Debtor	Nature of Relationship	Nature of Receivable	Amount	<u>Terms</u>				
2.	Delta Dental Insurance Company	Affiliate	Operational	3,646,313					
3. 4.	Delta Dental of Pennsylvania	Affiliate	Operational	10,/53	30 days				
5.									
6.									
C. Donated materials or services received by the reporting entity for the period of the financial statements, as detailed below:									
	Donor's Name	Affiliation with Reporting Entity	Valuation Method	Amount					
7.									
8.									
9.									
10.									
11.									
D.	Forgiven debt or obligations, as detaile	d below:		1	1				
	G. F. L.M.	Acres of Day	Summary of How						
12.	Creditor's Name	Affiliation with Reporting Entity	Obligation Arose	Amount					
13.									
14.									
15.									
E.	Calculation of Tangible Net Equity (TM	NE) and Required TNE in accorda	nce with Section 1300.76 of t	he Rules:					
16.	Net Equity		\$	17,993,777					
17.	Add: Subordinated Debt		\$						
18.	Less: Receivables from officers, directors, and affiliates		\$	5,752,247					
19.	Intangibles		\$						
20.	Tangible Net Equity (TNE)		\$	12,241,530					
21.	Required Tangible Net Equity (See Page 22)		\$	1,460,733					
22.	TNE Excess (Deficiency)		\$	10,780,797					
	Percentage of administrative co		n subscribers and enro						
23.	Revenue from subscribers and en	rollees	\$	34,643,330					
24.	Administrative Costs		\$	9,678,583					
	Percentage			28	•				
	The amount of health care expe month period immediately prec which were or will be paid to ne directly reimbursed to subscrib	eding the date of the report oncontracting providers or		322,059					
27.	Total costs for health care service preceding six months:	s for the immediately	\$	42,384,764					
28.	Percentage			1					

		,					
G. If the amount of health care expenses incurred during the six month period immediately preceding the date of the report which were or will be paid to noncontracting providers or directly reimbursed to subscribers and enrollees exceeds 10% of the total costs for health care services for the immediately preceding six months, the following information, determined as of the date of the reports, shall be provided:							
29. Amount of all claims for noncont reimbursement but not yet process	eracting provider services received for ssed:	\$					
30. Amount of all claims for noncont reimbursement during the previo		\$					
31. Amount of all claims for noncont reimbursement but not yet paid:	cracting provider services approved for	\$					
32. An estimate of the amount of clai services incurred, but not reporte		\$					
33. Compliance with Section 1377(a such section, as follows:) as determined in accordance with						
34.	Cash & cash equivalents maintained	\$					
35.	Noncontracting provider claims (aggregate of total of items 29 - 32 above)	\$ 0					
36.	Cash & cash equivalents reported to be maintained (120% x Line 35)	\$ 0					
37.	Deposit required (100% of Line 36)	\$ 0					
38.	Excess (deficient) reserves (Line 34 - Line 37)	\$ 0					
Percentage of premium revenue 6	earned from point-of-service plan contracts:						
39. Premium revenue earned from po	pint-of-service plan contracts	\$					
40. Total premium revenue earned		\$					
41. Percentage		0					
Percentage of total health care ex out-of-network services for point	spenditures incurred for enrollees for of-service enrollees:						
42. Health care expenditures for out-	of-network services for point-of-service enrollees	\$					
43. Total health care expenditures		\$					
44. Percentage		0					
45. Point-of-Service Enrollment at er	nd of period						
Total Ambulatory encounters for	period for point-of-service enrollees:						
46. Physician							
47. Non-Physician							
48. Total		0					
49. Total Patient Days Incurred for P							
50. Annualized Hospital Days/1000 t	50. Annualized Hospital Days/1000 for Point-of-Service enrollees						
51. Average Length of Stay for Point							
52. Compliance with Section 1374.6	52. Compliance with Section 1374.68(a) as follows:						
53. Current Monthly Claims Payable or services provided under Point		\$					
balance for out-of-network cover	54. Current monthly incurred but not reported claims balance for out-of-network coverage or services provided under Point-of-Service contracts						
55. Total		\$ 0					
56. Total times 120%		\$ 0					
57. Deposit (Greater of Line 56 or minimum of \$200,000)							

REQUIRED TANGIBLE NET EQUITY (TNE) CALCULATION:

TNE required must be equal to the GREATER of "A" "B" or "C" below (See Rule 1300.76)

	Full Service			Specialized		
	Plans		Plans			
	Maria de la companya della companya della companya della companya de la companya della companya	Φ	1 200 200		L	2
Α.	Minimum TNE Requirement	\$	1,000,000	Minimum TNE Requirement	\$_	50,000
В.	REVENUES:					
1.	2% of the first \$150 million of annualized premium revenues	\$		2% of the first \$7.5 million of annualized premium revenue	\$	150,000
	Plus			Plus		
	1% of annualized premium revenues in excess of \$150 million	\$		1% of annualized premium revenue in excess of \$7.5 million	\$	1,310,733
3.	Total	\$	0	Total	\$	1,460,733
4.	HEALTHCARE EXPENDITURES: 8% of the first \$150 million of annualized health care expenditures, except those paid or a capitated or managed hospital basis.	n \$		8% of the first \$7.5 million of annualized health care expenditures, except those paid on a capitated or managed hospital basis.	\$	600,000
	Plus			Plus		
5.	4% of annualized health care expenditures in excess of \$150 million except those paid on a capitated or managed hospital payment basis.	\$		4% of annualized health care expenditures in excess of \$7.5 million except those paid on a capitated or managed hospital payment basis.	\$	717,389
	Plus			Plus		
6.	4% of the annualized hospital expenditures paid on a managed hospital payment basis.	\$		4% of the annualized hospital expenditures paid on a managed hospital payment basis.	\$	
7.	Total	\$	0	Total	\$	1,317,389
8.	Required "TNE" - Greater of "A" "B" or "C"	\$		Required "TNE" - Greater of "A" "B" or "C"	\$	1,460,733

KNOX -KEENE SUPPLEMENTAL INFORMATION PURSUANT TO SECTIONS 1374.64

POINT OF SERVICE TANGIBLE NET EQUITY CALCULATION

Calculation of Tangible Net Equity and required Tangible Net Equity in accordance with Section 1374.64:

		1
1.	Net Equity	\$ 17,993,777
2.	Add: Subordinated Debt	\$
3.	Less: Receivables from officers, directors, and affiliates	\$
4.	Intangibles	\$
5.	Tangible Net Equity (TNE)	\$ 17,993,777
6.	Required Tangible Net Equity (From Line 10 or 13 below)	\$
7.	TNE Excess (Deficiency)	\$ 17,993,777
	ADJUSTED MINIMUM TANGIBLE NET EQUITY CALCULA (Complete Section I or II):	TION
I.	Plan is required to have and maintain TNE as required by Rule 1	1300.76 (a)(1) or (2):
8.	Minimum TNE as calculated under Rule 1300.76 (a)(1) or (2)	\$
9.	10% of annualized health care expenditures for out-of-network service for point-of-service enrollees	\$
10.	Add lines 8 and 9	\$ 0
	Plan is required to have and maintain TNE as required by Rule 18TA	1300.76 (a)(3):
11.	Minimum TNE as recalculated to exclude annualized healthcare expenditures for out-of-network services for point-of-service enrollees (attach worksheet Page 24)	\$
12.	10% of annualized health care expenditures for out-of-network services for point-of-service enrollees	\$
13.	Add lines 11 and 12	\$ 0
III.	MINIMUM TNE REQUIREMENT TO DETERMINE MONTH	LY REPORTING
14.	Line 5 (above)	\$ 17,993,777
15.	Multiply Line 6 (above) by 130%	\$ 0
16.	Difference (Line 14 - Line 15) If Line 14 is less than Line 15, then monthly reporting is required	\$ 17,993,777 1

WORKSHEET FOR ADJUSTED TANGIBLE NET EQUITY CALCULATION

		1	2
		Full Service Plans	Specialized Plans
		1 14113	<u>r tans</u>
1.	Health care expenditures for period	\$	\$
	Less:		
2.	Capitated or managed hospital payment basis expenditures		
3.	Health care expenditures for out-of-network services for point-of-service enrollees		
4.	Result	0	0
5.	Annualized		
6.	Reduce to maximum of \$150 million		
7.	Multiply by 8%	\$0	\$ 0
	Plus		
8.	Annualized health care expenditures except those paid on a capitated or managed hospital payment basis and excluding health care expenditures for out-of-network services for point-of-service enrollees	\$	\$
9.	Less \$150 million		
10.	Multiply by 4%	\$ 0	\$ 0
	Plus		
11.	Annualized hospital expenditures paid on a managed hospital payment basis and excluding health care expenditures for out-of-network services for point-of-service enrollees	\$	\$
12.	Multiply by 4%	\$ 0	\$ 0
13.	Total	\$0	\$ 0

A. NATURE OF ORGANIZATION

Private Medical-Care, Inc. ("The Company"), a tax-exempt, nonprofit California corporation, as well as Alpha Dental Programs, Inc. ("Alpha"), and two subsidiaries named DeltaCare Dental Plans, Inc. ("DCDP"), administer and underwrite prepaid dental and vision care programs. The consolidated financial statements of the Company include the accounts of these 100% owned subsidiaries. Intercompany transactions and balances have been eliminated.

B. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Estimates and Assumptions

The Company makes estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements, as well as revenues and expenses reported for the periods presented. The Company regularly assesses these estimates and while actual results may differ, management believes that these estimates are reasonable.

Cash and Temporary Investments

Cash and temporary investments consist of demand deposits and money market funds. Certificates of deposit with original maturities in excess of three months are classified separately as restricted assets.

Property and Equipment

Office furniture, equipment and computer systems are stated at cost and depreciated by the straight-line method over their estimated useful lives. Leasehold improvements are stated at cost and are amortized on the straight-line basis over the remaining life of the building lease.

Deferred Compensation Plan

The Company provides a deferred compensation plan, other than a pension plan, for certain management employees. Investments and liabilities related to these programs consist of participant contributions and investment income and are included in long-term investments and other liabilities.

Accrued Professional Services

Accrued physician and referral claims represent estimated unpaid provider services incurred prior to the end of the year and are estimated based upon claims experience. Adjustments resulting from revisions of these estimates are reported in the period in which the revisions are made.

C. RELATED PARTY TRANSACTIONS

Delta Dental of California ("DDC") has the controlling membership and management contract with the Company. Under the contract, the Company receives management and consulting services from DDC. The fee for these services amounted to \$1,703,823 for 2003 and \$403,228 through March 31, 2004.

The Company participates in a defined benefit pension plan for DDC and its affiliates. The funding policy is to contribute annually not less than the minimum required by ERISA. The Company's pension expense was \$713,862 for 2003, and \$162,981 through March 31, 2004.

The Company maintains a demand deposit account with DDC for investment purposes. The balance is available when needed and earned 6.5% in 2003, based on returns obtained by DDPC. The Company's deposit was \$12,187,500 at December 31, 2003 and \$12,340,755 at March 31, 2004.

D. POST-RETIREMENT HEALTH BENEFITS PLANS

The Company participates in a post-retirement health benefit plan for DDC and its affiliates. The assumptions used in the measurement of the Company's benefit obligations for 2003 and 2002 are 8.0% and 8.0% discount rate, respectively, 4.5% to 5.5% compensation rate of increase, 9% expected long-term rate of return on assets and 13% health care rate of increase limited to 4% in 2003.

The accrued post-retirement benefit and accumulated post-retirement benefit obligation for the Company are summarized in the table below:

		2003			2002
Accumulated benefit obligations	\$	1,389,000		\$	1,020,000
Projected benefit obligations Fair value of plan assets		1,389,000			1,020,000
Obligations in excess of assets	\$	1,389,000	;	\$	1,020,000
Accrued liability	\$	1,467,000		\$	1,375,000
		2003			2002
Service cost of benefits earned	\$	116,000		\$	134,000
Interest cost on projected benefit oblig		149,000			92,000
Expected return on plan assets		-			-
Amortization of unrecognized prior service cost and experience losses		31,000			17,000
Net periodic costs	\$	296,000	•	\$	243,000
Company contributions	\$			\$	7,000
Employee contributions	φ		!	\$	7,000
* *	\$:	\$	7 000
Benefit payments	Ф			Ф	7,000

E. LEASE COMMITMENTS AND CONTINGENCIES

The Company has various operating and capital leases for office facilities and equipment. Those contracts include a fifteen-year sublease for office facilities, which commenced in 1998. Rent expense in 2003, 2002 and 2001 was \$2,788,253, \$3,070,344 and \$2,866,281, respectively.

F. TANGIBLE NET EQUITY

The Company is regulated by the California Department of Managed Health Care and is required to maintain a minimum tangible net equity of approximately \$1,494,173 and \$1,460,733 at December 31, 2003 and March 31, 2004 respectively. Tangible net equity as defined is \$12,027,429 and \$12,421,530 at those dates.

G. Subsidiaries

The consolidated financial statements include results of the Company's national subsidiaries. Year to date results of the individual subsidiaries are:

<u>SUBSIDIARIES</u>	<u>ALPHA</u>	DCDP (Nevada)	DCDP(Utah)	TOTAL
Subscriber Revenue	\$1,237,280	\$105,832	\$16,509	\$1,359,621
Interest and Other Revenue	10,997	1,202	278	12,477
Total Revenue	1,248,277	107,034	16,787	1,372,098
Healthcare Expense	686,040	71,952	10,169	768,161
Administrative Expense	559,056	28,928	5,453	593,437
Total Expense	1,245,096	100,880	15,622	1,361,598
Net Gain / (Loss)	\$3,181	\$6,154	\$1,165	\$10,500
	<u> </u>		<u> </u>	
Assets	\$ 1,336,586	\$ 273,683	\$ 326,533	\$ 1,936,802
Liabilities	\$ 442,228	\$ 63,614	\$ 29,393	\$ 535,235
Equity	\$ 894,358	\$ 210,069	\$ 297,140	\$ 1,401,567

\$

\$

50,000

16,390

15,000

30,000

861,105

STATEMENT AS OF 3-31-2004 OF 933-0079 Private Medical-Care, Inc.

H. TANGIBLE NET EQUITY

Nevada Capital Requirements

Nevada Restricted Assets

Utah Restricted Assets

Total

Utah Capital Requirements

The Company is regulated by the California Department of Managed Health Care and is required to maintain a minimum tangible net equity of approximately \$1,494,173 and \$1,460,733 at December 31, 2003 and March 31, 2004 respectively. Tangible net equity as defined is \$12,027,429 and \$12,421,530 at those dates.

Table 1 reflects the elimination of \$861,105 from Tangible Net Equity, which represents the minimum Capital and Risk Based Capital requirements and the restricted assets related to PMI's operations outside California.

$\label{eq:table 1} \textbf{TABLE 1} \\ \textbf{EXCLUDES TX, UT, NV, \& MD REQUIRED EQUITY AND RESTRICTED ASSETS} \\$

Net Worth as of March 31, 2004 (From Section I.A.)	\$17,993,777
Less: Receivables from officers, directors, and affiliates and 10% DDC investment	\$ (4,891,142)
Less; Minimum Risk Based Capital and restricted assets required by other states	\$ (861,105)
Tangible Net Equity	\$12,241,530
Required TNE as of March 31, 2004	\$ 1,460,733
Excess TNE as of March 31, 2004	\$10,780,797
Private Medical Care, Inc. Minimum Capital, Risked Based Capital Requirements and Restricted Assets 3/31/2004 All Requirements	
Maryland Restricted Assets Texas Capital Requirements Texas Restricted Assets	\$ 99,715 \$ 500,000 \$ 150,000

ACTUARIAL OPINION AND MEMORANDUM

For

Private Medical-Care, Inc.

To the

California Department of Managed Health Care February 16, 2004

I, Tracey Fortier, am the Actuary for Delta Dental Insurance Company (DDIC) and a member of the American Academy of Actuaries. I meet the Academy qualification standards for rendering this opinion and am familiar with the valuation requirements applicable to life and health insurance companies and health service corporations. I have been retained by Private Medical-Care, Inc. (PMI) to render this opinion of the 2003 annual statement. Delta Dental Plan of California holds the management contract for PMI and is the controlling shareholder of DDIC.

I have examined the actuarial assumptions and actuarial methods used in determining reserves and related actuarial items listed below, as shown in the annual statement of the company as prepared for filing with the state regulatory officials as of December 31, 2003.

Reserve for Claims:

Incurred but not reported (IBNR) for PMI: 5,163,706

I have relied upon the PMI Finance department for the substantial accuracy of the supporting data for the liabilities. I have examined the actuarial assumptions and methodologies used in the determination of the above reserves and I performed tests of the actuarial calculations.

The reserves stated above are held to cover liabilities for all claims whose payment amounts are based on provider agreements currently in effect. In my opinion, the reserves and related actuarial values concerning the statement items identified above:

- A) Are computed in accordance with accepted actuarial standards, consistently applied, and are fairly stated in accordance with sound actuarial principles;
- B) Are based on actuarial assumptions which produce reserves at least as great as those called for in any contract provision as to reserve and method, and are in accordance with all other contract provisions;
- C) Meet the requirements of the Insurance Law and regulation of the State of California and are at least as great as the minimum aggregate amount required by the state in which this statement is filed;
- D) Are computed on the basis of assumptions consistent with those used in computing the corresponding items in the annual statement of the preceding year-end;
- E) Include provision for all actuarial reserves and related statement items which ought to be established.

This filing is in compliance with the applicable laws of the state of California, the rules of the Department of Insurance, Actuarial Standards of Practice Nos. 5, 8, 16, and the Actuarial Standards of Practice for Financial Reporting Recommendation 10.

This statement is updated annually as required by statute. To the best of my knowledge, there have been no material changes form the applicable date of the annual statement to the date of the rendering of this opinion which should be considered in reviewing this opinion. The reserves previously held for Florida and Georgia, reported on this opinion last year, are being reported by the company in which the license is held.

This opinion is intended solely for the information and use of the Board of Directors and Management of PMI and for filing with the DMHC and should not be used for any other purpose.

Tracey C. Fortier, ASA, MAAA Actuarial Consultant 35 Williams Avenue Richmond Hill, GA 31324

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Page 7 Report #3 Statement of Cash Flow (Direct Method)

	Current			YTD		
Due to Affiliate	\$ (2	244,087)	\$	(244,087)		
Accrued Capitation	\$	(45,828)	\$	(45,828)		
Interest Receivable	\$	(760)	\$	(760)		
Deposit	\$	600	\$	600		
Note Receivable	\$	2,426	\$	2,426		
Deferred Comp.	\$		\$			
	\$ (2	287,649)	\$	(287,649)		